

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W.R. Grace & Co., <u>et al.</u> ,)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
)	
Debtors.)	Objection Deadline: Dec. 3, 2008 @ 4:00 p.m.
)	Hearing Date: TBD only if necessary

**SUMMARY OF THE APPLICATION OF SULLIVAN HAZELTINE ALLINSON LLC
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PERIOD
FROM APRIL 1, 2008 THROUGH APRIL 30, 2008**

Name of Applicant:	Sullivan Hazeltine Allinson LLC
Authorized to Provide Professional Services to:	Zonolite Attic Insulation Claimants
Date of Appointment:	July 22, 2002 ¹
Period for which compensation and Reimbursement is sought:	April 1, 2008 through April 31, 2008
Amount of Compensation sought as actual, Reasonable, and necessary:	\$ 9,488.00
Amount of Expenses Reimbursement:	\$ 6,856.79
This is a: <input checked="" type="checkbox"/> monthly <input type="checkbox"/> quarterly <input type="checkbox"/> final application	
Prior Application filed: Yes.	

¹ William D. Sullivan presently serves as Delaware Counsel to the ZAI Claimants, through the firm of Sullivan Hazeltine Allinson LLC (formerly William D. Sullivan, LLC). Mr. Sullivan was designated as Delaware Counsel to the ZAI Claimants by Edward Westbrook, Lead Counsel to the ZAI Claimants, pursuant to the ZAI Claimants' Revised Special Counsel Designation and Litigation Budget for the ZAI Science Trial (D.I. 2508). The ZAI Claimants Revised Designation was approved by the Court by Order dated August 26, 2002 (D.I. 2617). Mr. Sullivan was previously employed by the firms of Elzufon Austin Reardon Tarlov and Mondell (through September 20, 2004) and Buchanan Ingersoll (September 20, 2004 through July 21, 2006). Those firms are no longer involved in the representation of the ZAI Claimants. As of July 22, 2006 Mr. Sullivan relocated to William D. Sullivan, LLC, which changed its name to Sullivan Hazeltine Allinson LLC effective January 1, 2008.

This is the twentieth application of Sullivan Hazeltine Allinson LLC, formerly William D. Sullivan, LLC, ("Sullivan") for monthly interim compensation of services filed with the Bankruptcy Court in this Chapter 11 case. The status of previous applications filed by Sullivan is set forth below:

Date Filed	Period Covered	Requested Fees	Requested Expenses	Status of Fees	Status of Expenses
11/3/06	7/24/06-8/31/06	\$1,950.00	\$0.00	No objections served on counsel	No objections served on counsel
11/3/06	9/1/06-9/30/06	\$390.00	\$0.00	No objections served on counsel	No objections served on counsel
1/3/07	10/1/06-10/31/06	\$390.00	\$0.00	No objections served on counsel	No objections served on counsel
1/3/07	11/1/06-11/30/06	\$3,330.00	\$329.52	No objections served on counsel	No objections served on counsel
3/12/07	12/1/06-12/31/06	\$7,702.50	\$863.59	No objections served on counsel	No objections served on counsel
3/12/07	1/1/07-1/31/07	\$7,248.75	\$13.92	No objections served on counsel	No objections served on counsel
3/29/07	2/1/07-2/28/07	\$1,102.50	\$882.00	No objections served on counsel	No objections served on counsel
7/20/07	3/1/07-3/31/07	\$8,591.25	\$5,143.33	No objections served on counsel	No objections served on counsel
10/3/07	4/1/07-4/30/07	\$5,842.50	\$62.40	No objections served on counsel	No objections served on counsel
10/3/07	5/1/07-5/31/07	\$2,970.00	\$2,011.74	No objections served on counsel	No objections served on counsel
10/3/07	6/1/07-6/30/07	\$1,110.00	\$0.00	No objections served on counsel	No objections served on counsel
11/14/07	7/1/07-7/31/07	\$615.00	\$0.00	No objections served on counsel	No objections served on counsel
11/14/07	8/1/07-8/31/07	\$960.00	\$690.00	No objections served on counsel	No objections served on counsel
11/14/07	9/1/07-9/30/07	\$544.00	\$0.00	No objections served on counsel	No objections served on counsel
11/14/07	10/1/07-10/31/07	\$1,056.00	\$912.66	No objections served on counsel	No objections served on counsel
1/14/2008	11/1/07-11/30/07	\$1,882.00	\$80.55	No objections served on counsel	No objections served on counsel
1/14/2008	12/1/07-12/31/07	\$320.00	\$0.00	No objections served on counsel	No objections served on counsel
3/4/2008	1/1/08 - 1/31/08	\$640.00	\$50.28	No objections served on counsel	No objections served on counsel
4/2/2008	2/1/08 - 2/29/08	\$2,144.00	\$1,639.92	No objections served on counsel	No objections served on counsel
8/8/2008	3/1/08 - 3/31/08	\$6,872.00	\$18,882.04	No objections served on counsel	No objections served on counsel

The total expended for the preparation of this application is approximately 1.5 hours, and the corresponding estimated compensation *that will be requested in a future application* is approximately \$450.00.

The Sullivan attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the applicant	Number of years as an attorney	Department	Hourly billing rate	Total billed hours	Total compensation
William D. Sullivan	Partner	17	Bankruptcy	\$320.00	26.4	\$8,448.00
Elihu E. Allinson, III	Associate	10	Bankruptcy	\$260.00	4	\$1,040.00
TOTALS					30.4	\$9,488.00

No paraprofessional rendered professional services in these cases during the Fee Period.

Compensation by Project Category

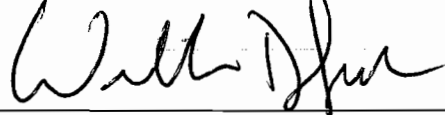
Category	Total Hours	Total Fees
11 - Fee Applications	0.5	\$160.00
20-Travel-Non-working	0.0	\$0.00
22 - ZAI Science Trial	20.9	\$9,328.00
TOTALS	30.4	\$9,488.00

Detail of Expenses

Description	Amount
Outside Copying and Service by Vendor	\$5,967.87
Courier Service	\$470.60
Copying - In-house (\$0.07 per page)	\$0.00
Postage	\$0.00
Federal Express	\$268.32
On-line Search Service (CM/ECF)	\$0.00
Filing Fees	\$150.00
Total	\$6,856.79

Dated: November 13, 2008
Wilmington, Delaware

SULLIVAN · HAZELTINE · ALLINSON LLC



William D. Sullivan (No. 2820)
4 East 8th Street, Suite 400
Wilmington, DE 19801
Telephone: (302) 428-8191
Facsimile: (302) 428-8195

Delaware Counsel for the ZAI Claimants

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
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W.R. Grace & Co., <u>et al.</u> ,)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
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Debtors.)	Objection Deadline: Dec. 3, 2008 @ 4:00 p.m.
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**FEE DETAIL FOR THE APPLICATION OF SULLIVAN HAZELTINE ALLINSON LLC
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PERIOD FROM
APRIL 1, 2008 THROUGH APRIL 30, 2008**

SULLIVAN HAZELTINE ALLINSON LLC

Attorneys and Counselors at Law
4 East 8th Street, Suite 400
Wilmington, DE 19801
Tax ID # 20-5238500

Tel: (302) 428-8191
Fax: (302) 428-8195

ZAI Claimants
c/o William Sparks
W.R. Grace & Co.
7500 Grace Dr.
Columbia MD 21044

June 30, 2008
Invoice # 10614

In Reference To: W.R. Grace
C.A. 01-01139 (JKF)

Professional Services

		<u>Hours</u>	<u>Amount</u>
4/1/2008	WDS Prepare, file and serve fee application for Sullivan Hazeltine Allinson LLC for February, 2008	0.50	160.00
4/4/2008	WDS Correspondence with E. Westbrook re: ZAI claims	0.20	64.00
4/6/2008	WDS Coordinate service of order on all interested parties and preparation of declaration re: same	0.50	160.00
4/7/2008	WDS Review bar date motion and outline further issues to raise	0.70	224.00
	WDS Review draft response to Bar Date motion	0.80	256.00
	WDS Review proposed stay relief motion; conference with E. Westbrook re: basis for relief	0.80	256.00
	EEA Prepare lift stay motion/order	0.30	78.00
	WDS Draft motion to shorten notice, revise proposed order; revise lift stay motion; file and serve	2.50	800.00
4/8/2008	WDS Conference with Court re: review of motion to shorten notice	0.20	64.00
	WDS Correspondence with co-counsel re: handling of motion to shorten notice	0.20	64.00
	WDS Review America Reserve decision, Debtor's motion and ZAI draft response; e-mail detailed comments to Ed Westbrook	1.50	480.00
4/9/2008	WDS Review order granting shortened notice; correspondence with co-counsel re: same	0.30	96.00
	WDS Review objections of Canadian ZAI Claimants to ZAI motion	0.40	128.00

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		<u>Hours</u>	<u>Amount</u>
4/10/2008	EEA Discuss response to bar date motion with W. Sullivan	0.25	65.00
	EEA Review and comment on draft bar date objection; coordinate with Ed Westbrook; add unreported cases as exhibits	1.75	455.00
	EEA File and serve objection to bar date motion	0.25	65.00
	EEA Telephone call to Katie McElveen	0.10	26.00
	WDS Correspondence re: final version of opposition	0.40	128.00
4/11/2008	EEA Review amended motion to set bar date and forward to Ed Westbrook	0.50	130.00
4/14/2008	EEA Discuss status with W. Sullivan	0.10	26.00
	WDS Review Debtors responses to class certification motion, motion to dismiss claim, motion to appoint expert	1.00	320.00
	WDS Correspondence with co-counsel re: filing of replies to motions	0.30	96.00
	WDS Review response of Canadian ZAI claimants to stay motion	0.20	64.00
4/15/2008	EEA Review and comment on ZAI claim disallowance reply brief	0.75	195.00
	WDS Conference with counsel for Canadian ZAI claims re: their filings	0.20	64.00
	WDS Review and revise reply on Washington State class claim; conference with D. Scott re: inclusion of claim as exhibit; revise, file and serve	1.50	480.00
	WDS Telephone conversation with E. Westbrook; final edit on Rule 54(b) motion; file and serve	0.80	256.00
	WDS Review and revise reply on Expert Witness Motion; correspondence with D. Scott; file and serve	1.50	480.00
	WDS Prepare declaration of service for all replies	0.30	96.00
4/16/2008	WDS Review amended agenda for April 22 ZAI hearing; identify additional pleadings	0.20	64.00
	WDS Review docket; correspondence to co-counsel re: Debtor's response	0.20	64.00
	WDS Review docket; forward Canadian ZAI claimants motions to co-counsel	0.30	96.00
	WDS Review Debtor's reply in support of bar date	0.30	96.00
4/21/2008	WDS Review agenda for hearing, status of claim	0.10	32.00
	WDS Conference with counsel for Debtors re: hearing preparation and exhibits, timing of hearing	0.30	96.00
	WDS Review pleadings and prepare for April 22 hearing on ZAI matters	1.60	512.00
	WDS Receive charts for ZAI presentation	0.10	32.00
4/22/2008	WDS Meeting with co-counsel in preparation for hearing	2.00	640.00

ZAI Claimants

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		<u>Hours</u>	<u>Amount</u>
4/22/2008	WDS Attend ZAI hearing	2.50	800.00
	WDS Follow-up conference with co-counsel and counsel for Committee re: mediation issues	0.50	160.00
	WDS Review 524(g) requirements; forward to co-counsel	0.80	256.00
	WDS Conference with Canadian Representation re: mediation issues	0.40	128.00
4/23/2008	WDS Correspondence with co-counsel and counsel for Committee re: mediation candidates	0.50	160.00
4/25/2008	WDS Correspondence with co-counsel re: mediation	0.20	64.00
4/28/2008	WDS Conference with E. Westbrook re: mediation	0.30	96.00
4/29/2008	WDS Conference with Judge's chambers re: availability; correspondence to E. Westbrook re: same	0.30	96.00
	WDS Telephone conversation with counsel for Canadian counsel re: mediation issues	0.30	96.00
	WDS Correspondence with parties re: mediation scheduling; notify court re: agreed date	0.40	128.00
4/30/2008	WDS Conference with counsel for Canadian Claimants re: mediation issues and procedures	0.30	96.00
	For professional services rendered	30.40	\$9,488.00
	Additional Charges :		
4/2/2008	FedEx		32.70
4/7/2008	Filing Fee: Motion to Lift Stay		150.00
	Copying and service by vendor		1,571.09
	Federal Express		82.04
4/9/2008	Multi Fax Service by Vendor		185.00
4/10/2008	Federal Express		153.58
	Courier service (7 pieces)		63.00
	Courier service		16.80
	Copying and service (D.I. 18493)		243.88
4/11/2008	Courier service		16.80
4/15/2008	Copying and service of documents (D.I. 18525, 18526, 18527, 18528)		3,967.90
	Courier Service (Service of D.I. 18525, 18526, 18527, 18528)		324.00

ZAI Claimants

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	<u>Amount</u>
4/15/2008 Courier Service - drive (Service of D.I. 18525, 18526, 18527, 18528)	50.00
Total additional charges	<u>\$6,856.79</u>
Total amount of this bill	<u>\$16,344.79</u>

Timekeeper Summary			
<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
William D Sullivan	26.40	320.00	\$8,448.00
Zeke Allinson	4.00	260.00	\$1,040.00

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In re:)	Chapter 11
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W.R. Grace & Co., <u>et al.</u> ,)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
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Debtors.)	Objection Deadline: Dec. 3, 2008 @ 4:00 p.m.
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**VERIFICATION OF THE APPLICATION OF SULLIVAN HAZELTINE ALLINSON LLC
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PERIOD
FROM APRIL 1, 2008 THROUGH APRIL 30, 2008**

I, William D. Sullivan, do hereby verify the following with respect to the Application Of Sullivan Hazeltine Allinson LLC ("Sullivan") For Compensation For Services And Reimbursement Of Expenses As ZAI Local Counsel For The Interim Period From April 1, 2008 Through April 30, 2008:

1. I am an attorney with the applicant law firm, Sullivan Hazeltine Allinson LLC, admitted to appear before this Court.

2. I personally performed many of the legal services for which Sullivan is seeking interim compensation and am thoroughly familiar with the other work performed on behalf of the ZAI Claimants by the other Sullivan attorneys for whose work compensation is being sought.

3. I have reviewed the foregoing application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I am familiar with Del.Bankr.L.R. 2016-2 and have reviewed the Court's *Amended Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members*, signed April 17,

2002, and believe that the foregoing application substantially complies with Rule 2016-2 and the Order.

Dated: November 12, 2008
Wilmington, Delaware

SULLIVAN · HAZELTINE · ALLINSON LLC

A handwritten signature in black ink, appearing to read "Will D Sullivan", is written over a horizontal line.

William D. Sullivan (No. 2820)

Elihu E. Allinson, III (No. 3476)

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Delaware Counsel for the ZAI Claimants